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409 EAST GAINES STREET ORLANDO FL 32801- 0000  
TALLAHASSEE, FL 32399 CONTACT: PATTIE M CALLAHAN  
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P.A.

NAME: SOUTHERN GATEWAY CORPORATION

FAX AUDIT NUMBER: H96000000574 CURRENT STATUS: REQUESTED

DATE REQUESTED: 01/11/1996 TIME REQUESTED: 15:33:37

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**Attorneys at Law**

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Post Office Box 2809  
Orlando, Florida 32802-2809  
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FROM: PATTIE M. CALLAHAN, LEGAL ASSISTANT TO THOMAS E. FRANCIS

TELECOPIER NO: (407) 423-4495 TELEPHONE NO: (407) 843-4600

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Thank you,

Travis

CLIENT NO: 099998  
SOUTHERN GATEWAY CORP/INC

MATTER NO: 10901  
ATTY NO: 23

H96000000574

ARTICLES OF INCORPORATION  
OF  
SOUTHERN GATEWAY CORPORATION

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ARTICLE I - NAME

The name of this corporation is SOUTHERN GATEWAY CORPORATION.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office and the mailing address of the corporation shall be c/o Dickinson Development Corporation, 1266 Furnace Brook Parkway, Quincy, Massachusetts 02169.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue twenty thousand (20,000) shares of ONE AND NO/100 DOLLAR (\$1.00) par value common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 215 North Eola Drive, Orlando, Florida 32801, and the name of the initial registered agent of this corporation at that address is Thomas E. Francis.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The names and addresses of the initial directors are as follows:

This document was prepared by:

THOMAS E. FRANCIS, ESQ.

Florida Bar Number: 347655

Lowndes, Drosdick, Doster, Kantor & Reed, P.A.

P. O. Box 2809

Orlando, Florida 32802-2809

(407) 843-4600

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Mark C. Dickinson

8 Bassin Lane  
Seltuate, MA 02066

John F. Boc

10 Jeremiah Dr.  
Duxbury, MA 02332

John P. Casey

7020 Natelli Woods Lane  
Bethesda, MD 20817

John P. McDonough

26 Pheasant Ridge Rd.  
Canton, MA 02021

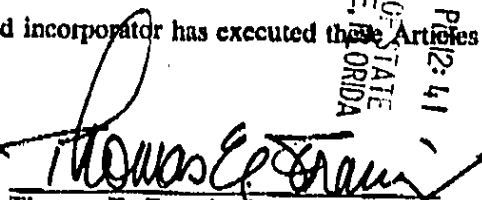
**ARTICLE VI - INCORPORATOR**

The name and address of the person signing these Articles are as follows

Thomas E. Francis

215 N. Eola Dr.  
Orlando, FL 32801

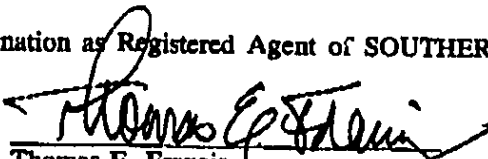
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles  
Incorporation this 11th day of January, 1996.

  
Thomas E. Francis, Incorporator

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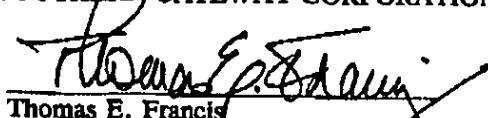
**ACCEPTANCE OF REGISTERED AGENT**

The undersigned hereby accepts the designation as Registered Agent of SOUTHERN GATEWAY CORPORATION.

  
Thomas E. Francis

**WAIVER OF SUBSCRIPTION RIGHTS**

The undersigned hereby waives any rights of subscription which may have accrued by virtue of the undersigned acting as Incorporator of SOUTHERN GATEWAY CORPORATION.

  
Thomas E. Francis